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3. ORDER NO.			4. REQUISITION/F										
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d. CITY e. STATE f. ZIP CODE Englewood CO 80112					this order and on the attached sheet, if any, including delivery as indicated.								
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ORDER FOR SUPPLIES OR SERVICES SCHEDULE - CONTINUATION

PAGE NO

2 IMPORTANT: Mark all packages and papers with contract and/or order numbers. DATE OF ORDER CONTRACT NO. ORDER NO. 0022 09/17/2012 EP-W-11-011

ITEM NO.	SUPPLIES/SERVICES	QUANTITY		UNIT PRICE	AMOUNT	QUANTITY ACCEPTED
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	US Environmental Protection Agency					
	Headquarters Procurement Operations					
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	1200 Pennsylvania Avenue, NW					
	Washington DC 20460					
	Period of Performance: 09/17/2012 to					
	11/30/2013					
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001	Technical Assistance for Community Energy					
	District-scale Planning in San Francisco's					
	Transit Center District and Central					
	Corridor in accordance with the attached					
	Statement of Work and the Contractor's					
	proposal dated July 19, 2012.					
	Cost: (b)(4)					
	Fixed Fee: (b)(4)					
	Requisition No: PR-OA-12-00188,					
	PR-OA-12-00272					
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	BFY: 12 EFY: 13 Fund: B Budget Org:					
	11W Program (PRC): 301MA4 Budget					
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	1211W21126-001					
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	Org: 11W0X74 Program (PRC): 301MA4					
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ORDER FOR SUPPLIES OR SERVICES SCHEDULE - CONTINUATION

PAGE NO 3

IMPORTANT: Mark all packages and papers with contract and/or order numbers.

DATE OF ORDER CONTRACT NO. 09/17/2012 EP-W-11-011

ORDER NO. 0022

ITEM NO.	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT	AMOUNT	QUANTITY
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Statement of Work Contract Number: EP-W-11-011

TO number: 22

I. TITLE: Community Energy District-scale Planning in San Francisco's Transit Center District and Central Corridor

II. PERIOD OF PERFORMANCE:

Phase I: From Date of Award through January 26, 2013
Phase II: From January 27, 2013 through November 30, 2013

III. BACKGROUND:

One of San Francisco's biggest challenges in the coming decades is how to meet the demands of anticipated growth while reducing greenhouse gas (GHG) emissions. The City has established aggressive climate protection and energy conservation goals, including a GHG-free electricity supply by 2030 and an 80% reduction in citywide carbon emissions from 1990 levels by 2050. To be successful, the City needs to continue developing and implementing aggressive and diversified approaches to reducing GHG emissions while continuing to absorb our fair share of regional population growth. One such approach is to plan low-carbon district-scale energy systems within large redevelopment projects in the city. San Francisco has identified two current redevelopment projects- Transit Center District and the Central Corridor- that will be pilots as the City and its partners create an implementation strategy with policy options, a regulatory framework, financing options, and partnership plans.

The Transit Center District is the neighborhood that surrounds the Transbay Transit Center, now under construction. The anticipated development in this area includes construction of more than 7 million square feet of office space, over 4,500 new housing units, hundreds of hotel rooms, 200,000 square feet of retail, and 11 acres of new open space.

A few blocks west of Transit Center District area is the Central Corridor Area. This once-industrial area is now positioned to become a growing center of the City's and region's high-tech industry. With the addition of the Central Subway (now under construction and scheduled to begin operation in 2018), undeveloped or underdeveloped parcels in the corridor offer significant development opportunity. The Central Corridor Plan will propose rezoning this area for dense, transit-oriented, mixed-use growth, and the city hopes to capitalize on rezoning to incorporate district-level energy infrastructure.

While dense, mixed-use, transit-oriented-development and investments in transportation infrastructure can go a long way to reducing GHG emissions associated with growth, land use and transportation is only a part of the picture. In San Francisco, 56% of GHG emissions is associated with lighting, heating, and cooling buildings. A variety of approaches exist that may help address GHG reductions at a district scale, rather than the scale of individual buildings. These could include Combined Heat and Power (CHP) district energy facilities, use of the City's existing steam loop infrastructure, procurement of GHG-free electricity (including SFPUC resources), and other innovative methods to develop renewable energy at a community scale. For example, trigeneration (tri-gen) systems supply electric power to an energy district and utilize waste heat from power generation to also provide heating and cooling services to the district. Such CHP facilities can, in some situations, supply affordable (low carbon) power and thermal energy using 44% less input fuel and may be an effective way to reduce GHG emissions in both existing and new development. CHP may also be considered green or

"renewable" if the fuel source is biogas. District CHP systems or other community-scale energy approaches have the potential to be an important tool in the City's efforts to reduce GHG emissions, particularly in areas with intensive infill capacity and anticipated growth.

The City must clearly define how creating clean, district-scale energy systems in strategic neighborhoods helps to meet City goals and articulate an implementation strategy that identifies and engages key institutional players, defines concrete action items and next steps, and further clarifies economic and environmental costs and benefits.

District-scale energy systems may benefit private developers by reducing or eliminating onsite heating and cooling plants in individual buildings, increasing rentable square footage, and leveraging district-scale investment. This approach may offer residents and businesses increased energy reliability and potentially reduced utility costs. Depending on the combination of systems chosen, it also may offer a more cost-effective way to obtain low carbon or even GHG-free electricity. For everyone in San Francisco, the effort may reduce overall GHG emissions, secure local energy distributed energy generation, and improve local economic development.

IV. PURPOSE AND OBJECTIVE:

The City of San Francisco has asked US EPA for help in planning two district-scale energy projects and creating a citywide community energy plan with supporting policies, regulations, and partnerships. EPA is requesting contractor assistance with the following activities:

- Development of case studies and best practices from other U.S. and international
 jurisdictions that have implemented district-scale energy projects, covering both completely
 new developments and redevelopment of existing sites where district-scale energy
 opportunities were successful. (OPTIONAL)
- Development of general criteria for evaluating parcels of land appropriate for district energy systems, as well as a set of energy generation and delivery alternatives that could be assessed for the two pilot sites.
- Development of near-term next steps for implementing district-scale energy systems in two local pilots.
- Development of long-term next steps and planning framework for future district-scale energy projects.

EPA anticipates that these activities will help other municipalities and communities around the nation understand the options for and benefits of establishing neighborhood-scale energy generation systems within dense, mixed-use areas.

V. QUALITY ASSURANCE (QA) REQUIREMENTS:

Check [] Yes if the following is required or [X] NO if the following is not required. The Contractor shall submit with their technical proposal a written Quality Assurance Project Plan for any project that is developing environmental measurements or a Quality Assurance Supplement to the Quality Management Plan for any project which generates environmental data using models.

TOPOs will provide additional information here, if Yes is checked above.

VI. TASKS AND DELIVERABLES:

Task 1: Kick-off / Progress-update Calls with EPA and city of San Francisco (II B. Technical Assistance, Page 1-17)

The Contractor shall participate in eight (8) to ten (10) conference calls with EPA, and the City. The purpose of the first conference call (approximately ninety (90) minutes in length) shall be to kick-off the project. The kick-off call shall occur within ten (10) calendar days of the award of the contract. The purpose of the remaining conference calls shall be to provide regular updates to EPA and the City, discuss project progress, and prepare for the on-site workshop. These regular calls shall be approximately one hour in length.

Any decisions resulting from these discussions shall be followed-up with technical direction.

Task 2: Case Studies in District-scale Energy Planning (II B. Technical Assistance, Page 1-17) OPTIONAL

District-scale energy planning has been used in other cities across North America, and the "lessons learned" from these examples will be useful to the city of San Francisco in their efforts.

The Contractor shall research three (3) to four (4) existing case studies that have been implemented in North America. Case study example shall include:

- Financing plans and business structures, including initial investments, public-private
 partnerships, analysis of state and federal incentive applicability, cost-share and long-term
 management, and cost-benefit analyses or feasibility studies.
- Site or parcel selection criteria, including thresholds for density, mix of uses, use types, etc.
- Partnership agreements between city, state, utilities, and property owners for legal and regulatory responsibilities.
- Technical infrastructure issues related to grid integration, distribution facilities and infrastructure, and building requirements for CHP or even building retrofits for energy efficiency.
- Identification of annual maintenance costs, equipment/system life-cycles and equipment replacement costs
- Outcomes to date of district-scale energy programs and policies, including GHG reductions and cost savings to property owners or renters.
- Identification of any policy, regulatory, or other common barriers that need to be overcome
 in order to achieve successful district energy implementation. This may include structural or
 organizational issues, cost-sharing, interconnection and wheeling regulations, utilities
 resistance, or even local codes and zoning restrictions.
- Identification of any policies, regulations, or other plans that helped to facilitate successful district energy plans

Task 3: Parcel Evaluation Criteria (II B. Technical Assistance, Page 1-17)

The purpose of this task is to identify criteria for the city of San Francisco to use to evaluate, at an individual parcel level, the overall feasibility of district-scale energy in order to develop appropriate implementation strategies in Task 4.

The Contractor shall review reports developed by the San Francisco District Energy Working Group and by the city of San Francisco that evaluate Transbay and Central Corridor as district energy pilot projects. The contractor shall then develop, and prioritize, a list of necessary site condition criteria that will help a city determine:

- 1. appropriate energy generation types at district scale that include but are not limited to:
 - CHP potential
 - Renewable energy generation including solar and wind
 - Possible heat recovery from industrial in the area and thermal storage options
 - Wastewater centric energy generation such as biogas and anerobic digestion of organics (waste organics, or compostables, from the neighborhoods can be added to this solution as well); treated wastewater/stormwater for transformer cooling of Central subway system; biogas; and heat mining/recovery from wastewater.
- 2. Greenhouse gas emissions reduction potential for energy generation type
- 3. Opportunities to integrate water district planning with energy planning (e.g. wastewater heat recovery, biodigester gas recovery, solar water and space pre-heating)
- 4. Sites most appropriate as anchor heat and/or cooling loads

A draft list of necessary site condition criteria shall be developed and prioritized by the contractor for feedback and comment by EPA. The criteria shall address the list above, but may also include such site considerations as:

- Parcel size
- Ownership (public versus private, or public-private partnership)
- Cost-effectiveness of district-scale energy options (e.g., property acquisition cost versus proximity to energy loads/need for distribution facilities)
- Grid accessibility
- Potential for interconnection with other district-scale energy projects
- Potential for future expansion of these networks into adjacent areas
- Infrastructure interactions (stormwater, wastewater, other utilities, subway, roads, sidewalks, specific locations (i.e. soft or hard ground) for district energy piping, highways, etc.)

Example criteria shall be both qualitative and quantitative, depending on the specific site condition. For example, qualitative criteria might include whether or not a parcel is publicly or privately owned, or has relative proximity to infrastructure such as stormwater and wastewater utilities, subway, roads, or sidewalks. Quantitative criteria might include examples such as establishing the minimum parcel size necessary for a particular energy generation type to be feasible.

Task 4: Pilot District-scale Energy Strategies for Transit Center District and Central Corridor (II B. Technical Assistance, Page 1-17)

The purpose of this task is to assist the city of San Francisco apply the criteria established in Task 3 and develop a district-scale energy implementation strategy for the Transit Center District and Central Corridor development area that could ultimately be applicable citywide.

The Contractor shall develop a district-scale energy implementation strategy for the two study areas with clear action items and next steps for different city departments including the San Francisco Public Utilities Commission (SFPUC), San Francisco Environment (SFE), San Francisco Planning and the Capital Planning Committee. The strategy shall reference existing North American precedents, where applicable. The strategy shall be organized in the following four sections:

Policies and Planning

- Provide an implementation strategy with clear action items and next steps for different city departments including the San Francisco Public Utilities Commission (SFPUC).
 - For example, future street projects and utility upgrades should be planned with district-scale energy systems in mind.
 - A dedicated facilities model will require the installation of new distribution infrastructure, which may involve street-level disruption if pursued in an existing neighborhood.
 - Consider whether any benefits might be derived from interconnecting the district-scale energy networks either at initial implementation or in the future.
 - Consider need for a common specification for distribution infrastructure to permit the interconnection and/or expansion of district-scale energy plans in the future.
- What policy tools need to be in place to support future project planning and implementation?
 - For example, analysis is needed to understand the opportunities for deep energy efficiency retrofits (for existing buildings) and/or zero net energy design integration (for new developments) at potential district-scale energy sites in San Francisco. The expected impacts of the City's updated Green Building Ordinance should be assessed.

Partnerships

- Identify ways the City can advance district-scale energy by providing a strategy to coordinate multiple public and private interests, including identification of all key institutional stakeholders and relevant regulatory frameworks.
- O How does a city partner with existing energy companies and utilities that already provide energy to a neighborhood or set of properties? Alternatively, how can a city provide the same services of an existing energy utility through its own city agencies?
- What long-term partnership agreements must legally be in place between generators, distributors, and users within a district?
- What party is responsible for early analysis, feasibility studies, and design development to integrate district-scale energy systems into large developments?

- What are potential financing models, and what is the business case for participation?
- Financing and Funding Opportunities
 - O What resources are available?
 - For example: Federal programs
 - Partnership with private or municipal utilities
 - State energy infrastructure programs
 - Green energy tax credits/programs
 - Special assessment district programs
- Legal and Regulatory Issues
 - Does a group of private developers or property owners establish dedicated facilities serving multiple sites under separate owners trigger regulation by the California Public Utilities Commission? If so, what would that entail? As an alternative to the above, could the SFPUC serve these customers, possibly through a third party project developer/operator? What would the SFPUC/City need to do to facilitate such an arrangement?
 - What existing (or proposed) national and state regulations may hinder expansion of district-scale energy systems at a local scale for local use?
 - For example, there is no precedent in California for allowing non-renewable cogeneration to net meter; however, there is a CHP feed-in tariff in place.
 - Virtual net metering (VNM) rules could apply only to single properties; could a community net metering program work within existing state programs?
 - Describe any important steps to overcome these identified barriers.
 - What types of interconnection rules and requirements could inhibit development of district-scale energy systems?

Task 5: District-scale Energy Workshop (II B. Technical Assistance, Page 1-17)

The purpose of this task is to educate the City of San Francisco and their stakeholders on the implementation issues related to district-scale energy planning.

At the conclusion of Task 4, the Contractor shall conduct a one-day workshop in San Francisco with key stakeholders to discuss the findings in Task 3 and 4. The Contractor shall also lead the City and their stakeholders in a specific discussion in how the findings of Task4 can be applied citywide. The Contractor shall prepare all materials for the sessions, including PowerPoint presentation, and identify a preliminary list of stakeholders to be invited.

The Contractor shall not be responsible for procuring location(s) for the workshop, for advertisement, nor for sending invitations.

Task 6: Final Report (II B. Technical Assistance, Page 1-17)

The purpose of this task is to produce a final report that compiles and summarizes the memos produced in subsequent tasks.

The final report will be a compilation of the task memos created, documenting the results of the stakeholder and public meetings held during the on-site workshop. The report shall highlight the case studies developed in Task 2 (if applicable) and summarize the district and parcel evaluation criteria developed in Tasks 3 and 4. The primary audience for the report shall be city staff, elected and appointed officials, and the general public. In addition, the report shall be posted to the website of the EPA Office of Sustainable Communities.

The Contractor shall use the Office of Sustainable Communities style guide provided by EPA.

SCHEDULE FOR DELIVERABLES:

The contractor shall provide the following specific deliverables to the EPA TOPO:

	DELIVERABLE	FORM & QUANTITIY	SCHEDULE
Task 1	Kick-off /Progress- update Calls	8 – 10 calls	One kick-off. Remainder as needed.
Task 2: (OPTIONAL)	Case Studies in District-scale Energy Planning with cover memo	Each case study 4 pages max., MS Word. Cover memo shall be no more than two pages in length.	 The first draft of the memo within six (6) weeks of execution of contract. The second draft of the memo within two (2) weeks of receipt of EPA comments.
Task 3:	Parcel Evaluation Criteria memo	1 memo, 12 pages max., MS Word/Excel spreadsheet	 Proposed outline and template ten (10) weeks following execution of the contract. The first draft of the memo twelve (12) weeks of execution of contract. The second draft of the memo within two (2) weeks of receipt of EPA comments.
Task 4:	Pilot District Energy Strategies for Transbay Transit Center and Central Corridor	1 memo ,20 pages max., MS Word	 The first draft of the memo eight (8) weeks following completion of Task 3. The second draft of the memo within two (2) weeks of receipt of EPA comments.
Task 5:	District-scale Energy Workshop	one-day district-scale energy planning workshop for the city of San Francisco staff and stakeholders. All presentation materials and preliminary list of invitees.	EPA, in consultation with the Contractor, will issue a technical directive that selects a workshop date
Task 6:	Final Report	I report, 40 pages max.(excluding appendices), MS Word	 First draft of the final report to EPA within six (6) weeks after the onsite workshop. Final draft of report within three (3) weeks of receiving EPA comments.

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14. DESCRIPTION OF AMENDMENT/MODIFICATION DUNS Number: (b)(4) TO 0022: Community Energy Di District & Central Corridor TOPO: Abby Hall Max Expire D	strict-s	cale Planning				enter	
The purpose of this modifica	tion is	to appoint Cl	ark	Wilson as Alternate CO	R fo	or TO	22.
Alternate COR/Project Office	r change	d to : Clark	Wil	Lson			
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Except as provided herein, all terms and conditions of the 15A. NAME AND TITLE OF SIGNER (Type or print)	e document refe	renced in Item 9A or 10A,		etofore changed, remains unchanged and in fu NAME AND TITLE OF CONTRACTING OFFIC			
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15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED		hryn Barton UNITED STATES OF AMERICA		160	C. DATE SIGNED
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CONTINUATION SUEET		PAGE ()F
CONTINUATION SHEET	EP-W-11-011/0022/001	2	2

NAME OF OFFEROR OR CONTRACTOR

CH2M	HILL	INC.	

EM NO.	SUPPLIES/SERVICES	QUANTITY UNIT	UNIT PRICE	AMOUNT
(A)	(B)	(C) (D)	(E)	(F)
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